

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

IN RE: JPMORGAN CHASE & CO.)	Master File No. 08 Civ. 974 (DLC)
SHAREHOLDER DERIVATIVE)	
LITIGATION)	
<hr/>)
This Document Relates To:)	NOTICE OF APPEARANCE OF
)	SHARON L. NELLES
ALL ACTIONS)	
<hr/>)

To the Clerk of this court and all parties of record:

With full reservations of all rights and defenses on behalf of all defendants, please enter my appearance as counsel in this case for defendants James Dimon, Ina R. Drew, Jay Mandelbaum, Charles W. Scharf, Heidi Miller, Steven D. Black, Samuel Todd Maclin, James E. Staley, Michael J. Cavanagh, William T. Winters, John F. Bradley, Frank Bisignano, Lee R. Raymond, James S. Crown, William H. Gray III, Laban P. Jackson, Jr., Ellen V. Futter, David C. Novak, Stephen B. Burke, Robert I. Lipp, William C. Weldon, Crandall C. Bowles, David M. Cote, William B. Harrison, Jr., William H. McDavid, Joseph L. Sclafani, Don M. Wilson, III, Austin A. Adams, Richard A. Manoogian, John A. Kessler, John H. Biggs and JPMorgan Chase & Co.

I certify that I am admitted to practice in this court.

Dated: New York, New York
May 20, 2008

/s/ Sharon L. Nelles
Sharon L. Nelles
Attorney Bar Code: SN-3144
SULLIVAN & CROMWELL LLP
125 Broad Street
New York, New York 10004-2498
Tel: (212) 558-4000
Fax: (212) 558-3588

Counsel for Defendants